

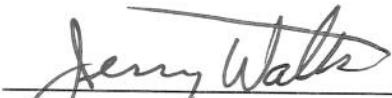
**AMENDMENT TO THE AGREEMENT  
BETWEEN  
DeltaCom, Inc.  
AND  
BELLSOUTH TELECOMMUNICATIONS, INC.  
d/b/a AT&T ALABAMA, AT&T FLORIDA, AT&T GEORGIA,  
AT&T KENTUCKY, AT&T LOUISIANA, AT&T MISSISSIPPI,  
AT&T NORTH CAROLINA, AT&T SOUTH CAROLINA AND  
AT&T TENNESSEE**

This Amendment (the "Amendment") amends the Interconnection Agreement by and between BellSouth Telecommunications, Inc. d/b/a AT&T South Carolina ("AT&T") and DeltaCom, Inc. ("CLEC"). AT&T and CLEC are hereinafter referred to collectively as the "Parties" and individually as a "Party".

**WHEREAS**, AT&T and CLEC are Parties to an Interconnection Agreement under Sections 251 and 252 of the Communications Act of 1934, as amended (the "Act"), dated September 26, 2003 and as subsequently amended (the "Agreement"); and

**NOW, THEREFORE**, in consideration of the promises and mutual agreements set forth herein, the Parties agree to amend the Agreement as follows:

1. The Parties hereby agree to incorporate into the Agreement the Commingling Rates set forth in Exhibit 1 attached hereto and incorporated herein by this reference.
2. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
3. In entering into this Amendment neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties have not yet fully incorporated into this Agreement or which may be the subject of further review.
4. This Amendment shall not modify or extend the Effective Date or Term of the underlying Agreement, but rather, shall be coterminous with such Agreement.
5. This Amendment shall be filed with and is subject to approval by the State Commission and shall become effective ten (10) days following approval by such Commission ("Effective Date").

**DeltaCom, Inc.**By: Name: Jerry WattsTitle: Vice PresidentDate: September 2, 2008**BellSouth Telecommunications, Inc. d/b/a  
AT&T South Carolina**By: Name: Kristen E. ShoreTitle: DirectorDate: 9/17/08

Resale OCN

OVERALL OCN

PARENT OCN

South Carolina 7727 4621 4614ACNA DLT

UNBUNDLED NETWORK ELEMENTS - South Carolina																	Att: 2 Exh: B			
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l				
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)									
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN				
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to internet Website: <a href="http://wholesale.att.com/">http://wholesale.att.com/</a>																				
COMMINGLING																				
				UNCVX, UNCDX, UNC1X, UNC3X, UNCSX, U1TD1, U1TD3, U1TS1, UE3, UDL5X, U1TVX, U1TDX, U1TUB, ULDVX, ULDD1, ULDD3, ULDS1	CMGAU	0.00	0.00	0.00	0.00	0.00										
Commingling Authorization																				
Commingled (UNE part of single bandwidth circuit)																				
	Commingled VG COCI			XDV2X	1D1VG	0.56	6.59	4.73												
	Commingled Digital COCI			XDV6X	1D1DD	1.19	6.59	4.73												
	Commingled ISDN COCI			XDD4X	UC1CA	2.56	6.59	4.73												
	Commingled 2-wire VG Interoffice Channel Facility Termination			XDV2X	U1TV2	24.30	40.63	27.47	16.77	6.91										
	Commingled 4-wire VG Interoffice Channel Facility Termination			XDV6X	U1TV4	21.29	40.63	27.47	16.77	6.91										
	Commingled 56kbps Interoffice Channel Facility Termination			XDD4X	U1TD5	16.76	40.63	27.47	16.77	6.91										
	Commingled 64kbps Interoffice Channel Facility Termination			XDD4X	U1TD6	16.76	40.63	27.47	16.77	6.91										
	Commingled VG/DS0 Interoffice Channel per mile			XDV2X, XDV6X, XDD4X	1L5XX	0.0167														
	Commingled 2-wire Local Loop Zone 1	1		XDV2X	UEAL2	16.68	105.98	68.43	53.05	10.61										
	Commingled 2-wire Local Loop Zone 2	2		XDV2X	UEAL2	23.13	105.98	68.43	53.05	10.61										
	Commingled 2-wire Local Loop Zone 3	3		XDV2X	UEAL2	28.46	105.98	68.43	53.05	10.61										
	Commingled 4-wire Local Loop Zone 1	1		XDV6X	UEAL4	32.59	132.38	94.83	59.35	14.61										
	Commingled 4-wire Local Loop Zone 2	2		XDV6X	UEAL4	43.89	132.38	94.83	59.35	14.61										
	Commingled 4-wire Local Loop Zone 3	3		XDV6X	UEAL4	43.38	132.38	94.83	59.35	14.61										
	Commingled 56kbps Local Loop Zone 1	1		XDD4X	UDL56	29.93	126.66	89.12	59.35	14.61										
	Commingled 56kbps Local Loop Zone 2	2		XDD4X	UDL56	33.99	126.66	89.12	59.35	14.61										
	Commingled 56kbps Local Loop Zone 3	3		XDD4X	UDL56	34.74	126.66	89.12	59.35	14.61										
	Commingled 64kbps Local Loop Zone 1	1		XDD4X	UDL64	29.93	126.66	89.12	59.35	14.61										
	Commingled 64kbps Local Loop Zone 2	2		XDD4X	UDL64	33.99	126.66	89.12	59.35	14.61										
	Commingled 64kbps Local Loop Zone 3	3		XDD4X	UDL64	34.74	126.66	89.12	59.35	14.61										
	Commingled ISDN Local Loop Zone 1	1		XDD4X	U1L2X	25.21	117.58	80.03	53.05	10.61										
	Commingled ISDN Local Loop Zone 2	2		XDD4X	U1L2X	32.76	117.58	80.03	53.05	10.61										
	Commingled ISDN Local Loop Zone 3	3		XDD4X	U1L2X	37.70	117.58	80.03	53.05	10.61										
	Commingled DS1 COCI			XDH1X	UC1D1	8.64	6.59	4.73												
	Commingled DS1 Interoffice Channel Facility Termination			XDH1X	U1TF1	77.14	89.47	81.99	16.39	14.48										
	Commingled DS1 Interoffice Channel per mile			XDH1X	1L5XX	0.3415														
	Commingled DS1/DS0 Channel System			XDH1X	MQ1	107.57	91.24	62.71	10.56	9.81										
	Commingled DS1 Local Loop Zone 1	1		XDH1X	USLXX	79.51	253.03	157.89	44.80	11.73										
	Commingled DS1 Local Loop Zone 2	2		XDH1X	USLXX	136.00	253.03	157.89	44.80	11.73										
	Commingled DS1 Local Loop Zone 3	3		XDH1X	USLXX	229.15	253.03	157.89	44.80	11.73										
	Commingled DS3 Local Loop Facility Termination			HFQC6	UE3PX	306.36	452.52	264.53	119.75	83.77										
	Commingled DS3/STS-1 Local Loop per mile			HFQC6, HFRST	1L5ND	12.26														
	Commingled STS-1 Local Loop Facility Termination			HFRST	UDL51	313.49	452.52	264.53	119.75	83.77										
	Commingled DS3/DS1 Channel System			HFQC6	MQ3	144.02	178.54	94.18	33.33	31.90										
	Commingled DS3 Interoffice Channel Facility Termination			HFQC6	U1TF3	880.65	279.37	163.12	60.33	58.59										
	Commingled DS3 Interoffice Channel per mile			HFQC6	1L5XX	8.02														
	Commingled STS-1 Interoffice Channel Facility Termination			HFRST	U1TFS	880.55	279.37	163.12	60.33	58.59										
	Commingled STS-1 Interoffice Channel per mile			HFRST	1L5XX	8.02														
	Commingled Dark Fiber - Interoffice Transport, Per Four Fiber Strands, Per Route Mile Or Fraction Thereof			HEQDL	1L5DF	36.41														
	Commingled Dark Fiber - Interoffice Transport, Per Four Fiber Strands, Per Route Mile Or Fraction Thereof			HEQDL	UDF14		640.51	138.17	317.76	198.11										
	UNE to Commingled Conversion Tracking			XDH1X, HFQC6	CMGUN	0.00	0.00	0.00	0.00	0.00										
	SPA to Commingled Conversion Tracking			XDH1X, HFQC6	CMGSP	0.00	0.00	0.00	0.00	0.00										